

LD2000012847

MAURICE HOO
11120 S.W 73 AVE
MIAMI,
FL 33156

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-05/20/02--01090--001
****250.00 ****125.00

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
ATLANTIC-PACIFIC GROUP, LLC**

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a Limited Liability Company under the laws of the State of Florida we do hereby set forth the following:

NAME

The name of the Limited Liability Company is:

ATLANTIC-PACIFIC GROUP, LLC

2. PERIOD OF DURATION

This limited liability shall have perpetual existence.

3. PURPOSE

The purpose is to manage, operate, mortgage, sell or otherwise deal all aspects of operating a business Located at: 11120 SW 73 Ave, Miami, DADE County, FL 33156 and to engage in such other Business and activities as may be permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in limited liability companies organized and existing by Virtue of said laws.

4. ADDRESS OF PLACE OF BUSINESS

The address of the place of business in Florida for the Limited Liability Company is:

11120 SW 73rd AVE, Miami, DADE County, FL 33156

5. REGISTERED AGENT

The name and address of the initial Registered Agent in Florida for the Limited Liability Company,

Maurice Hoo, Miami, DADE County, FL 33156

6. CAPITAL CONTRTBUTIONS

Upon the initial organization of this Limited Liability Company, the total amount of cash and the agreed value of all property other than cash contributed was \$ 1,000.00

7. ADDITIONAL CONTRIBUTIONS:

The total additional contributions, if any, agreed to be made by all members and the times at which or the

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events of happening at which, that shall be made, are as follows: No total additional Contributions have been agreed to at the date of filing of these Articles of Organization. Additional Contributions, if any, will be made by the vote of a majority of all of the members in accordance with the provisions of Paragraph 10 below.

8. ADDITIONAL MEMBERS

Members may admit additional members upon unanimous agreement of the then existing Members.

9. CONTINUITY OF BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to the Approval by unanimous vote of the remaining members; provided that at least two members remain.

10. MANAGEMENT

The business and affairs of the Limited Liability Company shall be managed and all decisions shall be made by a majority vote of the members, each member having one vote for each percentage point (or the appropriate fraction thereof) of "percentage ownership" in the Limited Liability Company. notwithstanding the same, the execution of any instrument, including deeds, mortgages, Leases and other contracts, purporting: to be signed on behalf of the Limited Liability Company by any one (1) member shall, as to any third party relying thereon, be conclusively presumed to have been the authorized act of the Limited Liability Company, and shall, for all purposes, bind it. The names, addresses and. percentage ownership of the members of the Limited Liability Company are as follows:

NAME	ADDRESS	PERCENTAGE
Maurice Hoo, Trustee For the HOO FAMILY TRUST	11120 SW 73 Ave, Miami, FL 33156	20.00%
BERT HORTON,	900 N. Stuart St. #1520, Arlington, VA 22203	20.00%
MATARILE, INC	7000 NW 37 th Ave, Miami, FI 33147	20.00%
UN-Issued-Membership interest		40.00%
Total Percentage of Ownership		100.00%

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11. REGULATIONS

The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 10 above.

12. AMENDMENT

This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization by a majority vote of the members, said vote being cast in the manner set forth in Paragraph 10 above.

Executed at Miami, DADE County, FL 33155, DADE County, Florida, on the 16th day of May, 2002

Maurice Hoo
Maurice Hoo, Trustee for the HOO FAMILY TRUST. A Member & Manager

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STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 16 day of May, 2002, by Maurice Hoo, as incorporator and for the members of ATLANTIC-PACIFIC GROUP, LLC

Florida Limited Liability Company to be formed, who are personally known to me, Produced Florida Drivers' Licenses as identification.

ROBERT PEREZ
Notary Public, State of Florida
My comm. exp. Jan. 14, 2006
Comm. No. DD 084053

[Signature]

Notary Public, State of Florida at Large

My Commission Expires:

1/14/2006

ACCEPTANCE BY REGISTERFID AGENT

HAVING been appointed the Registered Agent of ATLANTIC-PACIFIC GROUP, LLC The undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida

Statutes section 608.415 and is herewith simultaneously designated as Registered Agent ATLANTIC-PACIFIC GROUP, LLC

Executed this _____ day of _____, 2002

REGISTERED AGENT